

F98000006117  
WebcastMedia.net  
CORPORATION

Two Alhambra Plaza  
Penthouse 1-C  
Coral Gables, Florida 33134  
Phone (305) 476-0120  
Fax (305) 476-9118

January 28, 1999

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

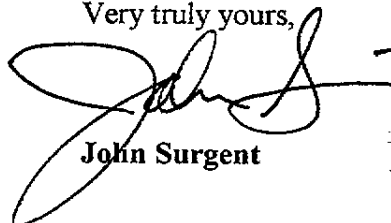
RE: Name Change

To Whom It May Concern

Enclosed please find the appropriate documentation and a check in the amount of Eighty Seven Dollars and Fifty cents representing payment for the amendment of "Startec Media Corporation", changing its name to "Webcast Media.Net Corporation".

Should you have any questions please don't hesitate to contact me directly.

Very truly yours,

  
John Surgent

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\*\*\*\*\*87.50 \*\*\*\*\*43.75

\* FOR FILING  
FEE AND  
CERTIFIED

FILED  
89 FEB -5 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# PROFIT CORPORATION

## APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

### SECTION I

(1-3 must be completed)

1. STARTEC MEDIA CORPORATION  
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE  
Incorporated under the laws of
3. NOVEMBER 4, 1998  
Date authorized to do business in Florida

### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? JANUARY 14, 1999
5. WEBCAST MEDIA.NET CORPORATION  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
New Jurisdiction

John Sargent  
Signature  
JOHN SARGENT  
Typed or printed name

FEBRUARY 1, 1999  
Date  
C.E.O.  
Title

FILED  
99 FEB -5 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "STARTEC MEDIA CORPORATION", CHANGING ITS NAME FROM "STARTEC MEDIA CORPORATION" TO "WEBCAST MEDIA.NET CORPORATION", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 1999, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

*Edward J. Freel, Secretary of State*

2851044 8100

991016165

AUTHENTICATION: 9523180

DATE: 01-15-99

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
STARTEC MEDIA CORPORATION

STARTEC MEDIA CORPORATION, a corporation organized and existing under and by virtue of the general corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST. That the Board of Directors of said corporation, at a meeting duly convened and held, adopted the following resolution:

RESOLVED that the Board of Directors hereby declares it advisable and in the best interest of the Company that Article FIRST of the Certificate of Incorporation be amended to read as follows:

FIRST: The name of this corporation shall be:

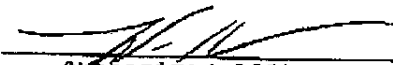
**WEBCAST MEDIA.NET CORPORATION**

FOURTH: The stock of this corporation shall be Fifty Million (50,000,000) shares of stock with a par value of One Tenth of One Cent (\$0.001) per share.

SECOND. That the said amendment has been consented to and authorized by the holders of a majority of the issued and outstanding stock entitled to vote by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the general Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by *Warren Hemedinger*  
this *12<sup>th</sup>* day of *January* A.D. 1999.

  
Authorized Officer

*Warren Hemedinger*